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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

2009

Department of the Treasury
Internal Revenue Service

Note The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2009, or tax year beginning , and ending

G Check all that apply

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeUse the IRS
label
Otherwise,
print
or type
See Specific
Instructions

Name of foundation

ALBERT & ETHEL HERZSTEIN CHARITABLE FOUN

Number and street (or P.O. box number if mail is not delivered to street address)

6131 WESTVIEW

Room/suite

City or town, state, and ZIP code

HOUSTON, TX 77055

A Employer identification number

74-6070484

B Telephone number

713-681-7868

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐H Check type of organization ☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year

(from Part II, col (c), line 16)

\$ 83,430,645. (Part I, column (d) must be on cash basis)

J Accounting method ☐ Cash ☒ Accrual☐ Other (specify)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

(a) Revenue and
expenses per books(b) Net investment
income(c) Adjusted net
income(d) Disbursements
for charitable purposes
(cash basis only)

Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	267.	267.		Statement 1
	4 Dividends and interest from securities	2,314,869.	2,314,869.		Statement 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-7,776,229.			
	b Gross sales price for all assets on line 6a	14,425,300.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
Operating and Administrative Expenses	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	-2,019,983.	980,017.		Statement 3
	12 Total Add lines 1 through 11	-7,481,076.	3,295,153.		
	13 Compensation of officers, directors, trustees, etc.	265,820.	104,328.		161,492.
	14 Other employee salaries and wages	127,473.	46,176.		81,297.
	15 Pension plans, employee benefits	54,770.	21,495.		33,276.
	16a Legal fees Stmt 4	34,607.	10,382.		24,225.
b Accounting fees Stmt 5	26,100.	7,830.		18,270.	
c Other professional fees Stmt 6	26,065.	26,024.		41.	
17 Interest					
18 Taxes Stmt 7	86,820.	12,320.		0.	
19 Depreciation and depletion	91,594.	91,594.			
20 Occupancy	7,379.	3,184.		4,195.	
21 Travel, conferences, and meetings	20,034.	6,314.		13,720.	
22 Printing and publications	18,348.	3,604.		14,744.	
23 Other expenses Stmt 8	231,832.	177,774.		54,060.	
24 Total operating and administrative expenses Add lines 13 through 23	990,842.	511,025.		405,320.	
25 Contributions, gifts, grants paid	3,015,300.			3,015,300.	
26 Total expenses and disbursements Add lines 24 and 25	4,006,142.	511,025.		3,420,620.	
27 Subtract line 26 from line 12	-11,487,218.				
a Excess of revenue over expenses and disbursements		2,784,128.			
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)			N/A		

31A 11

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		65.	-1.	-1.
	2	Savings and temporary cash investments		1,051,871.	487,266.	487,266.
	3	Accounts receivable ▶ 788,741.				
		Less: allowance for doubtful accounts ▶		439,625.	788,741.	788,741.
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges		130,000.	91,703.	91,703.
	10a	Investments - U.S. and state government obligations Stmt 10		7,013,774.	1,513,774.	1,513,774.
	b	Investments - corporate stock Stmt 11		17,220,852.	20,831,052.	20,831,052.
	c	Investments - corporate bonds Stmt 12		0.	2,143,721.	2,143,721.
11	Investments - land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment: basis ▶ 74,579.					
	Less: accumulated depreciation Stmt 13 ▶ 57,814.		16,500.	16,765.	16,765.	
15	Other assets (describe ▶ Statement 14)		50,846,266.	57,557,624.	57,557,624.	
16	Total assets (to be completed by all filers)		76,718,953.	83,430,645.	83,430,645.	
Liabilities	17	Accounts payable and accrued expenses		12,058.	5,530.	
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		12,058.	5,530.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31					
	24	Unrestricted		76,706,895.	83,425,115.	
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances		76,706,895.	83,425,115.	
	31	Total liabilities and net assets/fund balances		76,718,953.	83,430,645.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	76,706,895.
2	Enter amount from Part I, line 27a	2	-11,487,218.
3	Other increases not included in line 2 (itemize) ▶ See Statement 9	3	18,205,438.
4	Add lines 1, 2, and 3	4	83,425,115.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	83,425,115.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a			
b See Attached Statement			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 14,425,300.		22,201,529.	-7,776,229.

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			
b			
c			
d			
e			-7,776,229.

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	-7,776,229.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8	3	N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	3,391,522.	86,772,007.	.039085
2007	3,296,538.	88,122,221.	.037409
2006	3,690,503.	78,845,202.	.046807
2005	1,963,167.	69,532,463.	.028234
2004	3,319,179.	65,345,608.	.050794

2 Total of line 1, column (d)	2	.202329
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.040466
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	78,672,658.
5 Multiply line 4 by line 3	5	3,183,568.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	27,841.
7 Add lines 5 and 6	7	3,211,409.
8 Enter qualifying distributions from Part XII, line 4	8	3,420,620.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)	1	27,841.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	2	0.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)	3	27,841.
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
3	Add lines 1 and 2	5	27,841.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	131,084.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	131,084.
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	103,243.
11	Enter the amount of line 10 to be Credited to 2010 estimated tax ☒ 103,243. Refunded ☐	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☒ \$ 0. (2) On foundation managers ☒ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☒ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
4b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ TX		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X	
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address **WWW.HERZSTEINFUNDATION.ORG**

The books are in care of **MICHAEL HAJTMAN** Telephone no **713-681-7868**

Located at **6131 WESTVIEW, HOUSTON, TX** ZIP+4 **77055**

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year **15** N/A

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No		
If "Yes," list the years N/A		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here N/A		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

Form 990-PF (2009)

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 15		265,820.	20,673.	12,920.

2 Compensation of five highest-paid employees (other than those included on line 1) If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

0

Form 990-PF (2009)

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

Expenses

1 NO DIRECT CHARITABLE ACTIVITIES; CHARITABLE ACTIVITIES CONSISTED OF CONTRIBUTIONS TO PUBLICLY SUPPORTED 501(c)(3) ORGANIZATIONS AND GOVERNMENTAL ENTITIES.	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1	
2	
All other program-related investments See instructions	
3 NONE	0.
	0.
Total Add lines 1 through 3	0.

Form 990-PF (2009)

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	25,825,313.
b	Average of monthly cash balances	1b	1,459,666.
c	Fair market value of all other assets	1c	52,585,740.
d	Total (add lines 1a, b, and c)	1d	79,870,719.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	79,870,719.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,198,061.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	78,672,658.
6	Minimum investment return. Enter 5% of line 5	6	3,933,633.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	3,933,633.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	27,841.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	27,841.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	3,905,792.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	3,905,792.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	3,905,792.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	3,420,620.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	3,420,620.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	27,841.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,392,779.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				3,905,792.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			2,027,909.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 3,420,620.				
a Applied to 2008, but not more than line 2a			2,027,909.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				1,392,711.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				2,513,081.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010 Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

N/A

- b Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(1)(3) or ☐ 4942(1)(5)

- (4) Gross investment income

[illegible]

NONE

Part XV Supplementary Information (continued)**3** Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a</i> Paid during the year SEE ATTACHED STATEMENT OF DONATIONS - STATEMENT 20	NONE	PUBLIC	SEE ATTACHED STATEMENT OF DONATIONS	3,015,300.
Total				3a 3,015,300.
<i>b</i> Approved for future payment None				
Total				3b 0.

Part XVI-A

Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14	267.		
4 Dividends and interest from securities			29	2,314,869.		
5 Net rental income or (loss) from real estate						
a Debt-financed property						
b Not debt-financed property			16			
6 Net rental income or (loss) from personal property						
7 Other investment income			18	980,017.	-3,000,000.	
8 Gain or (loss) from sales of assets other than inventory			18		-7,776,229.	
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		0.		3,295,153.	-10,776,229.	
13 Total. Add line 12, columns (b), (d), and (e)					-7,481,076.	

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B

Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

Yes	No
-----	----

- | | |
|-------|---|
| 1a(1) | X |
|-------|---|

- | | |
|-------|---|
| 1a(2) | X |
|-------|---|

1b(1)	X
-------	---

- | | |
|-------|---|
| 1b(2) | X |
|-------|---|

- | | |
|-------|---|
| 1b(3) | X |
|-------|---|

- | | |
|-------|---|
| 1b(4) | X |
|-------|---|

- | | | |
|-------|--|---|
| 1b(5) | | X |
|-------|--|---|

- | | | |
|-------|--|---|
| 1b(5) | | |
| 1b(6) | | X |

- | | | |
|----|---|--|
| 1c | X | |
|----|---|--|

Other assets

how in

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☒ Yes ☐ No

ORG.

Sign Here

917810

PRESIDENT

Signature of officer or trustee

Date _____

Title

Preparer's
signature

Date:

☐ Check if self-employed

Preparer's identifying number

Firm's name (or yours
if self-employed)

HIDALGO, HANFILL, ZLOTNIK & KERMALI PC
1770 ST. JAMES PLACE STE 250
HOUSTON, TX 77056-3432

EIN ▶

Phone no 713-963-8008

Form 990-PF (2009)

Form 990-PF	Accounting Fees	Statement	5
-------------	-----------------	-----------	---

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
HIDALGO, BANFILL, ZLOTNIK & KERMALI, P.C.- AUDIT AND TAX PREPARATION SERVICES	26,100.	7,830.		18,270.
To Form 990-PF, Pg 1, ln 16b	26,100.	7,830.		18,270.

Form 990-PF	Other Professional Fees	Statement	6
-------------	-------------------------	-----------	---

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
INVESTMENT MANAGER FEES	26,065.	26,024.		41.
To Form 990-PF, Pg 1, ln 16c	26,065.	26,024.		41.

Form 990-PF	Taxes	Statement	7
-------------	-------	-----------	---

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FOREIGN TAX ON DIVIDENDS	12,320.	12,320.		0.
EXCISE TAX	61,000.	0.		0.
	13,500.	0.		0.
To Form 990-PF, Pg 1, ln 18	86,820.	12,320.		0.

ALBERT & ETHEL HERZST N CHARITABLE FOUN

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	VANGUARD FUNDS GROUP	P	Various	Various
b	DFA FUND GROUP	P	Various	Various
c	PARTNERSHIP	P	Various	Various
d	T ROWE PRICE DISCOVERY FUND	P	10/12/04	01/21/09
e	STEINBERG ASSET MANAGEMENT	P	Various	Various
f	FRASER ASSET MANAGEMENT	P	11/20/07	Various
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 6,614,470.		9,933,224.	-3,318,754.
b 5,160,273.		8,441,090.	-3,280,817.
c 81,629.		9,636.	71,993.
d 1,856,205.		2,667,126.	-810,921.
e 589,522.		1,006,553.	-417,031.
f 123,201.		143,900.	-20,699.
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			-3,318,754.
b			-3,280,817.
c			71,993.
d			-810,921.
e			-417,031.
f			-20,699.
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	-7,776,229.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 }	3	N/A

2009 DEPRECIATION AND AMORTIZATION REPORT

Form 990-PF Page 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	HP5 S1 PRINTER	121501	200DB	5.00	17	2,499.			2,499.	2,499.		0.
2	SHARP AR208 COPIER	093003	200DB	5.00	17	3,955.			3,955.	3,955.		0.
3	DELL COMPUTER - PRES	021804	200DB	5.00	17	1,970.			1,970.	1,857.		113.
4	DELL COMPUTER - CONTROLLER	081104	200DB	5.00	17	2,977.			2,977.	2,806.		171.
5	DELL COMPUTER - GRANTS CORD	081104	200DB	5.00	17	1,882.			1,882.	1,774.		108.
6	DELL TV MONITOR	112204	200DB	5.00	17	2,260.			2,260.	2,130.		130.
7	OFFICE FURNITURE	123199	200DB	7.00	17	2,500.			2,500.	2,165.		0.
8	OFFICE FURNITURE	022803	200DB	7.00	17	7,898.			7,898.	6,841.		705.
9	OFFICE FURNITURE	033103	200DB	7.00	17	6,831.			6,831.	5,917.		609.
10	OFFICE FURNITURE	060303	200DB	7.00	17	3,418.			3,418.	2,960.		305.
11	OFFICE FURNITURE	073103	200DB	7.00	17	2,492.			2,492.	2,056.		291.
12	OFFICE FURNITURE	083103	200DB	7.00	17	3,418.			3,418.	2,960.		305.
13	OFFICE FURNITURE	103103	200DB	7.00	17	2,814.			2,814.	2,437.		251.
14	OFFICE FURNITURE	123103	200DB	7.00	17	4,986.			4,986.	4,083.		602.
15	OFFICE FURNITURE	093004	200DB	7.00	17	850.			850.	661.		76.
16	EQUIPMENT	071505	200DB	5.00	17	3,223.			3,223.	2,514.		473.
17	COMPUTER	100606	200DB	5.00	17	1,272.			1,272.	905.		147.
18	COMPUTER	070507	200DB	5.00	17	2,674.			2,674.	1,390.		514.

928102
06-24-09

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

2009 DEPRECIATION AND AMORTIZATION REPORT

Form 990-PF Page 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction in Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
19	PRINTER	111407	2000DB	5.00	17	4,957.			4,957.	2,577.		952.
20	DELL COMPUTER -	031408	2000DB	5.00	17	4,539.			4,539.	908.		1,452.
21	DELL COMPUTER -	062008	2000DB	5.00	17	3,100.			3,100.	620.		992.
22	2009 OFFICE FURNITURE-	042409	2000DB	5.00	19B	1,466.			1,466.			293.
23	2009 ADDITIONS	012009	2000DB	7.00	19C	2,597.			2,597.			371.
* Total 990-PF Pg 1						74,578.		0.	74,578.	54,015.	0.	8,860.
Depr												

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
INTEREST INCOME	267.
Total to Form 990-PF, Part I, line 3, Column A	267.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
DIVIDENDS AND INTEREST	2,314,869.	0.	2,314,869.
Total to Fm 990-PF, Part I, ln 4	2,314,869.	0.	2,314,869.

Form 990-PF Other Income Statement 3

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
PARTNERSHIP INCOME	980,017.	980,017.	
Total to Form 990-PF, Part I, line 11	980,017.	980,017.	

Form 990-PF Legal Fees Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FIZER, BECK, WEBSTER- MISC LEGAL	34,607.	10,382.		24,225.
To Fm 990-PF, Pg 1, ln 16a	34,607.	10,382.		24,225.

Form 990-PF	Other Expenses			Statement 8
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
PARTNERSHIP EXPENSES	145,338.	145,338.		0.
OFFICE EXPENSE	19,512.	8,780.		10,732.
HEALTH INSURANCE	25,423.	2,991.		22,433.
D&O AND OFFICERS INSURANCE	22,101.	10,644.		11,457.
SOFTWARE LICENSE FEES	8,211.	3,695.		4,516.
DUES AND SUBSCRIPTIONS	4,039.	1,135.		2,904.
BANK SERVICE FEES	5,337.	3,323.		2,015.
GIFTS	1,843.	1,843.		0.
MISCELLANEOUS	28.	25.		3.
To Form 990-PF, Pg 1, ln 23	231,832.	177,774.		54,060.

Form 990-PF	Other Increases in Net Assets or Fund Balances	Statement 9
Description	Amount	
UNREALIZED GAIN ON ASSETS	18,200,377.	
BOOK TO TAX - DEPRECIATION	5,061.	
Total to Form 990-PF, Part III, line 3	18,205,438.	

Form 990-PF	U.S. and State/City Government Obligations			Statement 10
Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
VANGUARD TREASURY FD	X		1,513,774.	1,513,774.
Total U.S. Government Obligations			1,513,774.	1,513,774.
Total State and Municipal Government Obligations				
Total to Form 990-PF, Part II, line 10a			1,513,774.	1,513,774.

Form 990-PF	Corporate Stock	Statement 11
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Description	Book Value	Fair Market Value
BANCSHARES INC	59,875.	59,875.
VANGUARD STOCK FUNDS	14,268,288.	14,268,288.
STEINBERG FUNDS	2,200,243.	2,200,243.
MATTHEWS TIGER FUND	2,756,989.	2,756,989.
T ROWE PRICE FUNDS	167,739.	167,739.
DFA INT'L SMAALL CAP	0.	0.
DFA INT'L VALUE	0.	0.
FRASER FUNDS	1,377,918.	1,377,918.
Total to Form 990-PF, Part II, line 10b	20,831,052.	20,831,052.

Form 990-PF	Corporate Bonds	Statement 12
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Description	Book Value	Fair Market Value
T ROWE PRICE FUNDS	2,143,721.	2,143,721.
Total to Form 990-PF, Part II, line 10c	2,143,721.	2,143,721.

Form 990-PF	Depreciation of Assets Not Held for Investment	Statement 13
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Description	Cost or Other Basis	Accumulated Depreciation	Book Value
HP5 S1 PRINTER	2,499.	2,499.	0.
SHARP AR208 COPIER	3,955.	3,955.	0.
DELL COMPUTER - PRES	1,970.	1,970.	0.
DELL COMPUTER - CONTROLLER	2,977.	2,977.	0.
DELL COMPUTER - GRANTS CORD	1,882.	1,882.	0.
DELL TV MONITOR	2,260.	2,260.	0.
OFFICE FURNITURE	2,500.	2,165.	335.
OFFICE FURNITURE	7,898.	7,546.	352.
OFFICE FURNITURE	6,831.	6,526.	305.
OFFICE FURNITURE	3,418.	3,265.	153.
OFFICE FURNITURE	2,492.	2,347.	145.
OFFICE FURNITURE	3,418.	3,265.	153.
OFFICE FURNITURE	2,814.	2,688.	126.
OFFICE FURNITURE	4,986.	4,685.	301.
OFFICE FURNITURE	850.	737.	113.
EQUIPMENT	3,223.	2,987.	236.

COMPUTER	1,272.	1,052.	220.
COMPUTER	2,674.	1,904.	770.
PRINTER	4,957.	3,529.	1,428.
DELL COMPUTER -	4,539.	2,360.	2,179.
DELL COMPUTER - CONTROLLER	3,100.	1,612.	1,488.
DELL COMPUTER - 2009	1,466.	293.	1,173.
OFFICE FURNITURE- 2009			
ADDITIONS	2,597.	371.	2,226.
Total To Fm 990-PF, Part II, ln 14	74,578.	62,875.	11,703.

Form 990-PF	Other Assets	Statement 14
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Description	Beginning of Yr Book Value	End of Year Book Value	Fair Market Value
PARTNERSHIPS	25,903,476.	32,614,834.	32,614,834.
INVESTMENT IN HERZSTEIN INVESTMENTS, INC	24,942,790.	24,942,790.	24,942,790.
To Form 990-PF, Part II, line 15	50,846,266.	57,557,624.	57,557,624.

Form 990-PF

Part VIII - List of Officers, Directors
Trustees and Foundation Managers

Statement 15

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Expense Contrib Account	
MR. GEORGE STRAKE 6131 WESTVIEW HOUSTON, TX 77055	VICE PRESIDENT 5.00	25,000.	0.	0.
MR. RICHARD LOEWENSTERN 6131 WESTVIEW HOUSTON, TX 77055	CHAIRMAN 5.00	30,000.	0.	0.
DR. NATHAN TOPEK 6131 WESTVIEW HOUSTON, TX 77055	VICE PRESIDENT 5.00	25,000.	0.	0.
MR. DAVID L. NELSON 6131 WESTVIEW HOUSTON, TX 77055	DIRECTOR 5.00	20,000.	0.	0.
MR. MIKE HAJTMAN 6131 WESTVIEW HOUSTON, TX 77055	PRESIDENT 40.00	157,820.	20,673.	12,920.
STEVE SHELDON 6131 WESTVIEW HOUSTON, TX 77055	ASSOCIATE DIRECTOR 1.00	4,000.	0.	0.
MIKE VIATOR 6131 WESTVIEW HOUSTON, TX 77055	ASSOCIATE DIRECTOR 1.00	4,000.	0.	0.
Totals included on 990-PF, Page 6, Part VIII		265,820.	20,673.	12,920.

990-PF	Involvement With Noncharitable Organizations Part XVII, Line 1, Column (d)	Statement 16
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Name of Noncharitable Exempt Organization

HERZSTEIN INVESTMENTS, INC.

Description of Transfers, Transactions, and Sharing Arrangements

SHARING SPACE AND EMPLOYEES WITH A 501(C)(2) ORGANIZATION

Name of Noncharitable Exempt Organization

ASSOCIATION OF THE UNITED STATES ARMY

Description of Transfers, Transactions, and Sharing Arrangements

DONATION - SEE STATEMENT 20, PAGE 9

Name of Noncharitable Exempt Organization

MIRABEAU B. LAMAR HIGH SCHOOL

Description of Transfers, Transactions, and Sharing Arrangements

DONATION - SEE STATEMENT 20, PAGE 10

Name of Noncharitable Exempt Organization

UNIVERSITY OF HOUSTON

Description of Transfers, Transactions, and Sharing Arrangements

DONATION -SEE STATMENT 20 PAGE 17

990-PF	Affiliation with Tax-Exempt Organizations Part XVII, Line 2, Column (c)	Statement 17
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Name of Affiliated or Related Organization

HERZSTEIN INVESTMENTS, INC.

Description of Relationship with Affiliated or Related Organization

HERZSTEIN INVESTMENTS, INC. IS A WHOLLY OWNED SUBSIDIARY OF THE FOUNDATION
EXEMPT UNDER SECTION 501(C)(2)

Albert and Ethel Herzstein Charitable Foundation

74-6070484

Fiscal Year equals 2009

8 September 2010

STATEMENT 20

Payee Legal Name	Payee Address	Status	Amount Purpose
Acton Institute for the Study of Religion and Liberty	161 Ottawa NW, Suite 301 Grand Rapids, MI 49503	Public Charity	\$2,500.00 Towards the promotion of a free and virtuous society characterized by individual liberty and sustained by religious principles
Adult Reading Center, Inc	2246 N Washington Avenue Pearland, TX 77581-4040	Public Charity	\$5,000.00 Towards the support of improvements to the property in Pearland, TX
Alley Theatre	615 Texas Avenue Houston, TX 77002	Public Charity	\$10,000.00 Towards support of general operations of the 2009-2010 performance season.
American Enterprise Institute For Public Policy Research	1150 Seventeenth Street, N.W Washington, DC 20036	Public Charity	\$5,000.00 Towards support of the campaign for the Culture of Free Enterprise.
America's VetDogs-The Veterans K-9 Corps Inc	371 East Jericho Turnpike Outside of U.S	Public Charity	\$15,000.00 Towards providing guide and service dogs to our country's severely wounded and disabled veterans
Amigos de las Americas	5618 Star Lane Houston, TX 77057-7112	Public Charity	\$5,000.00 Towards the support of scholarships for low-income students who lack the means to participate in the program.
The Arbor School	1635 Blalock Houston, TX 77080	Public Charity	\$7,500.00 Toward support for the general operating and scholarship fund that provides intensive educational services for multiple handicapped children
The Arc of Greater Houston	3737 Dacoma, Suite E P O. Box 924168 Houston, TX 77292-4168	Public Charity	\$5,000.00 Towards support of education programs.

Payee Legal Name	Payee Address	Status	Amount	Purpose
Archway Academy	c/o Palmer Episcopal Church 6221 Main Street Houston, TX 77030	Public Charity	\$10,000.00	Towards support of a sober learning environment for high school students who are recovering from addiction to drugs or alcohol
Armand Bayou Nature Center, Inc	P.O. Box 58828 Houston, TX 77258	Public Charity	\$5,000.00	Towards support of programs which teach and inspire conservation and preservation
Ars Lyrica Houston	4807 San Felipe, Suite 202 Houston, TX 77056	Public Charity	\$10,000.00	Towards the support of the May 10th presentation of Handel's oratorio, II Trionfo del Tempo
The Assistance League of Houston	1902 Commonwealth Street Houston, TX 77006-1836	Public Charity	\$5,000.00	Towards support to provide school uniform clothing packages for children.
Atlas Economic Research Foundation	1201 L Street NW Washington, DC 20005	Public Charity	\$2,500.00	Towards support of the Atlas Network Sponsorship Program
Bayou Preservation Association, Inc	P.O. Box 131563 Houston, TX 77219-1563	Public Charity	\$5,000.00	Towards support of the Harris County Waterway Assessment and Restoration Program
The Blue Bird Circle	615 West Alabama Houston, TX 77006-5003	Public Charity	\$2,500.00	Towards support of Pediatric Neurology at Texas Children's Hospital, the Developmental Neurogenetics Laboratory and the Rett Center
Bo's Place	10050 Buffalo Speedway Houston, TX 77054	Public Charity	\$5,000.00	Towards support in providing services to bereaved children who have lost a parent or sibling.
Boy Scouts of America Sam Houston Area Council	2225 North Loop West P.O. Box 924528 Houston, TX 77292-4528	Public Charity	\$5,000.00	Towards the support efforts to inform, recruit, and offer programs to new membership.

Payee Legal Name	Payee Address	Status	Amount	Purpose
Boys and Girls Country of Houston, Inc	18806 Roberts Road Hockley, TX 77447	Public Charity	\$25,000.00	Towards the support of the capital campaign.
Boys and Girls Harbor, Inc.	P.O. Box 848 Houston, TX 77001-0848	Public Charity	\$15,000.00	Towards support for the Adopt-A-Cottage Program of residential care
Bridges to Life	P.O. Box 19039 Houston, TX 77224-9039	Public Charity	\$10,000.00	Towards support of the programs connecting communities to the prisons in order to reduce the recidivism rate.
Camp for All Foundation	10500 NW Freeway Ste 220 Houston, TX 77092	Public Charity	\$5,000.00	Towards support of the programs and activities at the camp for children and adults.
Career and Recovery Resources, Inc.	2525 San Jacinto Houston, TX 77002	Public Charity	\$75,000.00	Towards support of the capital campaign to renovate 2525 San Jacinto and acquire land for parking.
Casa de Esperanza de los Ninos Incorporated	2911 Corder Street P.O. Box 66581 Houston, TX 77266-6581	Public Charity	\$5,000.00	Towards the support of Casa Academy.
AIDS Research Consortium of Houston	1407 Hawthorne Houston, TX 77006	Public Charity	\$5,000 00	Towards support of the information center which offers health education to HIV infected individuals and their families.
Child Advocates Incorporated	2401 Portsmouth Street, Suite 210 Houston, TX 77098	Public Charity	\$10,250.00	Towards support of the 2009 Court Services Program.
The Childrens Museum, Inc.	1500 Binz Houston, TX 77004-7112	Public Charity	\$5,000.00	Towards support of Family Adventures, a program that provides free admission to families of school children.
Chinese Professional Club Scholarship Fund, Inc.	11302 Fallbrook Dr., Suite 304 Houston, TX 77065	Public Charity	\$2,500.00	Towards the support of the Scholarship Fund.

Payee Legal Name	Payee Address	Status	Amount	Purpose
Citizens for Animal Protection Inc.	11925 Katy Freeway Houston, TX 77079	Public Charity	\$1,500.00	Towards support of the Humane Education Program.
Community Foundation for the National Capital Region	1201 15th Street NW Suite 420 Washington, DC 20005	Public Charity	\$30,000.00	Towards support of the Celebration of Reading on April 23, 2009
Conference of Southwest Foundations	624 N. Good Latimer Expressway, Suite 100 Dallas, TX 75204	Public Charity	\$1,750.00	Towards support of promoting a forum for the exchange of ideas, experiences, and expertise among grantmakers.
Country Playhouse	PO Box 79206 Houston, TX 77279-9206	Public Charity	\$3,000.00	Towards support of the 2009-2010 performance season.
Covenant House Texas	1111 Lovett Boulevard Houston, TX 77006-3898	Public Charity	\$15,000.00	Towards support of shelter and support services for youth each night.
Crime Stoppers of Houston, Inc.	P.O. Box 541654 Houston, TX 77254-1654	Public Charity	\$25,000.00	Towards support of the capital campaign
Crossroads School Inc	5822 Dolores Street Houston, TX 77057	Public Charity	\$7,500.00	Towards support of a learning environment that assists students with learning differences
Da Camera Society of Texas	1427 Branard Houston, TX 77006-4803	Public Charity	\$5,000.00	Towards support of the Rhythm Residency Program, which is a part of the "Beyond the Concert Hall" programs
Depression & Bipolar Support Alliance DBSA Greater Houston	3800 Buffalo Speedway, Suite 300 Houston, TX 77098-3706	Public Charity	\$10,000.00	Towards support of groups to assist in the recovery of those who live with depression and/or bipolar disorder.
East Ft Bend Human Needs Ministry, Inc	P.O. Box 1611 Stafford, TX 77497-1611	Public Charity	\$2,500.00	Towards support of the Financial Assistance Program
3Elves & More	5161 San Felipe, Suite 320 Houston, TX 77056	Public Charity	\$2,000.00	Towards support of the purchase of bicycles for at-risk children.

Payee Legal Name	Payee Address	Status	Amount	Purpose
The Exchange Club of Quail Valley	P.O. Box 1205 Missouri City, TX 77459	Public Charity	\$2,000.00	Towards support to help establish an endowment for the purpose of giving out college scholarships to worthy financially disadvantaged students
Executive Service Corps of Houston	2630 Fountainview, Suite 428 Houston, TX 77057	Public Charity	\$5,000.00	Towards support of pro-bono management and performance enhancement services to nonprofits in Houston.
Express Theatre	446 Northwest Mall Houston, TX 77092	Public Charity	\$1,000.00	Towards support to strengthen artistic, educational and administrative support.
Eye Care for Kids Foundation	9660 Hillcroft, Suite 325 Houston, TX 77096	Public Charity	\$10,000.00	Towards support of free eye exams and corrective lenses to medically underserved children
James Dick Foundation for the Performing Arts Round Top, TX 78954	Drawer 89	Public Charity	\$50,000.00	Towards support to complete the funding of the Artist Residence III
Foundation for the Retarded	3550 West Dallas P.O. Box 130564 Houston, TX 77019	Public Charity	\$10,000.00	Towards programs and services for those with mental retardation
Free Enterprise Institute	9525 Katy Freeway Suite 303 Houston, TX 77024-1415	Public Charity	\$25,000.00	Towards support of the American Idea Seminars for teachers.
Free Enterprise Institute	9525 Katy Freeway Suite 303 Houston, TX 77024-1415	Public Charity	\$25,000.00	Towards the support of the American Idea Academic Alliance and the newsletter, Pluribus.
The Fund for American Studies	1706 New Hampshire Avenue NW Washington, DC 20009	Public Charity	\$5,000.00	Towards educating young leaders on the values of freedom and free-market economies

Payee Legal Name	Payee Address	Status	Amount	Purpose
Genesys Works	601 Jefferson Avenue, Suite 3950 Houston, TX 77002	Public Charity	\$10,000.00	Towards support of programs that enable high school students to train and gain access to technical employment at top corporations
Guide Dogs of Texas, Inc	1503 Allena Dr San Antonio, TX 78213	Public Charity	\$2,500.00	Towards support of guide dogs for Texans who are visually impaired to improve mobility and independence.
Hadassah, Medical Relief Association, Inc	50 West 58 Street New York, NY 10019	Public Charity	\$250,000.00	Towards support of the Albert and Ethel Herzstein Heritage Center within the new Sarah Westman Davidson Tower at the Hadassah Medical Center at Em Kerem in Jerusalem, Israel
University of Texas Foundation Inc	P O Drawer 7219 Austin, TX 78713-7219	Public Charity	\$25,000.00	Towards support of the project to make available online the papers of attorney Morris L Ernest (1888-1976)
Healthy Family Initiatives Houston	7500 Beechnut, Suite 227 Houston, TX 77074	Public Charity	\$2,500.00	Towards support of pilot prevention programs that reduce child maltreatment and strengthen vulnerable families
Heritage Foundation	214 Massachusetts Avenue, NE Washington, DC 20002-4999	Public Charity	\$7,500.00	Towards support of the First Principles Video Project
Holocaust Museum Houston	5401 Caroline Street Houston, TX 77004-6804	Public Charity	\$100,000.00	Towards support of the Curriculum Trunk Program
Hood College of Fredrick MD	401 Rosemont Avenue Fredrick, MD 21701	Public Charity	\$5,000.00	Towards the endowment of the Albert and Ethel Herzstein Charitable Foundation Scholarship at Hood College.
The Board of Trustees of the Leland Stanford Junior University	Stanford University Stanford, CA 94305-6010	Public Charity	\$15,000.00	Towards general support to understand the causes and consequences of economic, political and social change.

Payee Legal Name	Payee Address	Status	Amount	Purpose
Houston Arboretum & Nature Center	4501 Woodway Drive Houston, TX 77024	Public Charity	\$7,500.00	Towards support of the of the guided field trips for the upcoming 2009-2010 school year.
Houston Area Parkinson Society	2700 Southwest Freeway, Suite 284 Houston, TX 77098	Public Charity	\$10,000.00	Towards support of programs that improve the quality of life for those affected by Parkinson's disease.
Houston Area Respite Center	6856 Bellaire Boulevard Houston, TX 77074	Public Charity	\$2,500.00	Towards the support of respite care of special children and challenged adults.
Houston Ballet Foundation	P.O. Box 130487 Houston, TX 77219-0487	Public Charity	\$25,000.00	Towards support of the capital campaign to build the Center for Dance.
Houston Community College System Foundation	3100 Main Street, 12th Floor, Suite 12B17 Houston, TX 77002	Public Charity	\$50,000.00	Towards support of an Opportunity 14 Scholarship named in honor of Albert and Ethel Herzstein for qualifying local students
Houston Food Bank	3811 Eastex Freeway Houston, TX 77026	Public Charity	\$15,000.00	Towards funds to support the capital campaign to purchase and renovate a new warehouse and operations facility
Houston Grand Opera Association, Inc	510 Preston Street Houston, TX 77002-1504	Public Charity	\$7,500.00	Towards the support of general operations for the 2009-2010 performance season
Houston Hillel, Inc.	Ida & William Zinn Building 1700 Bissonnet Houston, TX 77005	Public Charity	\$10,000.00	Towards the support of Houston Hillel's Herzstein Seminars and Jewish Medical and Legal Ethics.
Houston Junior Woman's Club Charitable Fund	P.O. Box 19684 Houston, TX 77224-9684	Public Charity	\$1,500.00	Towards support of the 25th Annual Holiday Happening on November 2, 2009
Houston Museum of Natural Science	One Hermann Circle Drive Houston, TX 77030-1799	Public Charity	\$400,000.00	Towards support of the capital campaign

Payee Legal Name	Payee Address	Status	Amount	Purpose
Houston Museum of Natural Science	One Hermann Circle Drive Houston, TX 77030-1799	Public Charity	\$155,000.00	Towards support for the traveling exhibit, "The Forgotten Gateway: Coming to America Through Galveston Island" (October, 2010-February, 2011)
Houston Parks Board	300 North Post Oak Lane Houston, TX 77024	Public Charity	\$5,000.00	Towards support of the improvement and protection of parkland in Houston
Association for Community Broadcasting	4343 Elgin Houston, TX 77204-0008	Public Charity	\$40,000.00	Towards the support of the broadcast of Nova during 2010.
The Houston TSCPA Foundation	1700 West Loop S #750 Houston, TX 77027-3084	Public Charity	\$3,500.00	Towards support of accounting scholarships.
Houston Wilderness, Inc	4916 Main Street, Ste 230 P O Box 66413 Houston, TX 77266-6413	Public Charity	\$7,500.00	Towards support of the continuation of educational initiatives.
Houston Young Artists Concert	14119 Heatherfield Houston, TX 77079	Public Charity	\$1,000.00	Towards support of scholarships, performance opportunities and hall rental for the 2008-2009 season.
Houston Zoo, Inc	1513 North MacGregor Dr. Houston, TX 77030-1603	Public Charity	\$100,000.00	Towards support of the capital campaign, specifically the African Forest Master Plan
Hugh O'Brian Youth Leadership Texas Gulf Coast	P.O. Box 590928 Houston, TX 77259	Public Charity	\$2,000.00	Towards supporting the 26th Annual Texas Gulf Coast Leadership Seminar on June 5-7, 2009.
Institute of Nautical Archaeology	P.O. Drawer HG College Station, TX 77841-5137	Public Charity	\$5,000.00	Towards the support of the Denbigh Shipwreck Project

Payee Legal Name	Payee Address	Status	Amount Purpose
Intercollegiate Studies Institute, Inc	3901 Centerville Road Wilmington, DE 19807-1938	Public Charity	\$5,000.00 Towards support of the expansion of educational operations in Texas.
Interfaith CarePartners, Inc	701 N. Post Oak Road, Suite 330 Houston, TX 77024	Public Charity	\$7,500 00 Towards support of care giving programs.
Interfaith Housing Coalition	P.O. Box 720206 Dallas, TX 75372-0206	Public Charity	\$10,000.00 Towards support of transitional housing and support services to homeless families.
Interfaith Ministries for Greater Houston	3217 Montrose Boulevard Houston, TX 77006-3980	Public Charity	\$7,500 00 Towards support of the continued maintenance of the truck which deals Meals on Wheels.
Interfaith Ministries for Greater Houston	3217 Montrose Boulevard Houston, TX 77006-3980	Public Charity	\$7,500.00 Towards support of programs that bring people of diverse faith traditions together for dialogue, collaboration and service.
Association of the United States Army	Ft. Hood, TX 76548	Government Entity	\$31,000 00 Towards supporting the Family Readiness Group.
Greater Houston Community Foundation	c/o Mr. Charles C. Foster Foster & Quan LLP 600 Travis, Suite 2000 Houston, TX 77002	Public Charity	\$10,000 00 Towards support of a statue in honor of James A. Baker, III in downtown Houston.
Jazz Education, Inc.	P.O. Box 8031 Houston, TX 77288	Public Charity	\$2,500.00 Towards support of the 38th Annual Summer Jazz Workshop
Julia Ideson Library Preservation Partners	2726 Bissonnet, #240-203 Houston, TX 77005	Public Charity	\$50,000.00 Towards the expansion and restoration of the Julia Ideson Building
Junior Achievement of Southeast Texas, Inc.	2115 East Governors Circle Houston, TX 77092	Public Charity	\$10,000.00 Towards supporting the capital campaign to renovate and repair the headquarters due to damage caused by Hurricane Ike.

Payee Legal Name	Payee Address	Status	Amount	Purpose
Juvenile Diabetes Research Foundation International	2425 Fountainview, Suite 280 Houston, TX 77057	Public Charity	\$5,000.00	Towards support of the 2009 JDRF Golf Classic on Friday, March 6, 2009
KIPP, Inc.	10711 Kipp Way Houston, TX 77099	Public Charity	\$10,000.00	Towards support of Teacher Recruitment Awards
Mirabeau B Lamar High School	3325 Westheimer Road Houston, TX 77098	Government Entity	\$2,500.00	Towards support of a scholarship for the Magnet Business Internship Program at Lamar High School
The Lazarus House A Center for Wellness	4106 Austin Houston, TX 77004	Public Charity	\$2,500.00	Towards the support of the Wellness Program in 2009.
The Learning Planet, Inc	7807 Prestwood Drive Houston, TX 77036	Public Charity	\$5,000.00	Towards support of the ninth season of "Rima, Fuego and the Children".
The Leukemia & Lymphoma Society, Inc	5005 Mitchelldale, Suite 115 Houston, TX 77092	Public Charity	\$5,000.00	Towards support of the Patient Service Program.
Local Infant Formula for Emergencies Inc.	2002 S Wayside, Ste. 113 Houston, TX 77023	Public Charity	\$2,000.00	Towards support of the Food For Hungry Babies Program.
Linda Lorelle Scholarship Fund, Inc	7660 Woodway, Suite 210 Houston, TX 77063	Public Charity	\$10,000 00	Towards support of the scholarship fund
Literacy Advance of Houston, Inc	2424 Wilcrest Drive, Suite 120 Houston, TX 77042	Public Charity	\$7,500.00	Towards support of literary programs and services in the greater Houston area.
Magnificat House	P O Box 25415 Houston, TX 77265	Public Charity	\$25,000 00	Towards support of housing and rehabilitation for the mentally ill who are homeless.
Main Street Theater at Autry House	2540 Times Boulevard Houston, TX 77005-3225	Public Charity	\$10,000.00	Towards support of Main Street Theater's 2009-2010 season.

Payee Legal Name	Payee Address	Status	Amount	Purpose
Memorial Park Conservancy Inc	P.O. Box 131024 Houston, TX 77219	Public Charity	\$5,000.00	Towards support of the preservation and improvement of the native habitat of Memorial Park
Mental Health America of Greater Houston Inc.	2211 Norfolk, Suite 810 Houston, TX 77098	Public Charity	\$5,000.00	Towards support for the education, outreach and advocacy programming.
Miller Theatre Advisory Board Inc	100 Concert Drive Houston, TX 77030	Public Charity	\$5,000 00	Towards support of capital improvements
Museum of New Mexico Foundation	P.O. Box 2065 Santa Fe, NM 87504	Public Charity	\$250,000.00	Towards support of the Changing Exhibitions Gallery
Museum of Printing History	1324 West Clay Houston, TX 77019	Public Charity	\$2,000.00	Towards support of the museum operations.
Musiqqa	3201 Allen Parkway, Suite 150 Houston, TX 77019	Public Charity	\$2,000.00	Towards support of the outreach program, Around the World with Musiqqa
National Multiple Sclerosis Society Lone Star Chapter	8111 North Stadium Drive, Suite 100 Houston, TX 77054	Public Charity	\$2,500.00	Towards support of the MS 150/general operating support in honor of Karen Nakfoor
Nehemiah Center Inc.	5015 Fannin Street Houston, TX 77004	Public Charity	\$5,000 00	Towards support of the Pre-Kindergarten Program
Neighborhood Centers Inc	4500 Bissonnet Suite 200 Bellaire, TX 77401	Public Charity	\$10,000 00	Towards supporting the Greater Houston Mentoring Collaborative.
W Oscar Nehaus Memorial Foundation	4433 Bissonnet Bellaire, TX 77401-3233	Public Charity	\$5,000 00	Towards support for students who need to have intensive remedial therapy
Open Door Mission Foundation	P.O. Box 9356 Houston, TX 77261	Public Charity	\$7,500.00	Towards support of the completion of the Open Door Mission Kitchen Transformation Project

Payee Legal Name	Payee Address	Status	Amount	Purpose
Opera in the Heights	Lambert Hall 1703 Heights Boulevard Houston, TX 77008	Public Charity	\$10,000.00	Towards support of the Assistant Artistic Director and Chorus Master Chairs
Project Orbis International, Inc.	520 Eighth Avenue, 11th Floor New York, NY 10018-6507	Public Charity	\$10,000.00	Towards support of blindness prevention and treatment programs worldwide
Palmer Drug Abuse Program-Houston, Inc	c/o Cabot Oil & Gas Corporation Three Memorial City Plaza 840 Gessner, Suite 1300 Houston, TX 77024	Public Charity	\$5,000.00	Towards support of effective prevention and recovery programs for young people and their families
Pathways for Little Feet	8 Greenway Plaza, Suite 1000 Houston, TX 77046	Public Charity	\$12,500.00	Towards support of general operations to provide financial assistance to families completing the adoption process.
The Periwinkle Foundation	3000 Richmond Avenue, Suite 340 Houston, TX 77098	Public Charity	\$2,500.00	Towards support of the Arts and Creative Writing Program
Philanthropy Roundtable	1150 17th Street NW, Suite 503 Washington, DC 20036	Public Charity	\$5,000.00	Towards helping to make philanthropy of the future more visionary and effective through a combination of programs, publications, and referral services.
Pioneer Memorial Log House Museum	1510 N MacGregor Drive Hermann Park Houston, TX 77030-1732	Public Charity	\$2,000.00	Towards the support in helping to restore the Texas Heritage Garden and Brooks Cottage.
Reach Unlimited Inc	12777 Jones Road, Suite 103 Houston, TX 77070	Public Charity	\$10,000.00	Towards support of the Reach Learning Activity Center

Payee Legal Name	Payee Address	Status	Amount	Purpose
Restore Americas Estuaries	2020 N. 14th Street, Suite 210 Arlington, VA 22201	Public Charity	\$2,100.00	Towards supporting general operations and scholarships for participating attendees at the 5th National Conference on Coastal and Estuarine Habitat Restoration.
William Marsh Rice University	6100 Main Street Houston, TX 77005-1892	Public Charity	\$20,000.00	Towards scholarship support of the Shepherd School of Music and support of a lectureship under the Study and Advancement of Religious Tolerance Program at the Boniuk Center
The Brenda and John H Duncan Rise School of Houston	8080 North Stadium Drive Houston, TX 77054	Public Charity	\$2,500.00	Towards support of general operating costs, including a respite room for patients and family.
Robert M Beren Academy	11333 Cliffwood Drive Houston, TX 77035-6011	Public Charity	\$5,000.00	Towards supporting an intensive technology based academic intervention program that will provide access to the general curriculum through laptops
HLS&R Institute for Teacher Excellence	A Division of the Houston Livestock Show & Rodeo 3535 Briarpark, Suite 110 Houston, TX 77042	Public Charity	\$15,000.00	Towards support of the RITE Program for 2009-2010 school year
Rutherford B.H. Yates Museum, Inc	P O. Box 130726 Houston, TX 77219-0726	Public Charity	\$5,000.00	Towards the support of employment of two Prairieview A & M Architect Interns and for restoration of the Rev. Ned Pullum House.
Saint Agnes Academy	9000 Bellaire Boulevard Houston, TX 77036	Public Charity	\$13,700.00	Towards support of a KIPP Academy student for the 2009-2010 school year
San Jacinto Museum of History Association	One Monument Circle La Porte, TX 77571-9585	Public Charity	\$25,000.00	Towards support of the collection and preservation of the history of Texas and the education of the public

Payee Legal Name	Payee Address	Status	Amount	Purpose
San Jose Clinic	2615 Fannin Street Houston, TX 77002-9224	Public Charity	\$5,000.00	Towards the support of the healthcare needs of the uninsured in the Houston area
Houstons Amazing Place Inc.	2714 Joanel Houston, TX 77027	Public Charity	\$7,500.00	Towards support of programs and services for those suffering from early to moderate Alzheimer's disease and related dementia.
Sheltering Arms	3838 Aberdeen Way Houston, TX 77025	Public Charity	\$2,500.00	Towards support of the Adult Day Center
The Shumila School, Inc.	P.O. Box 627 Comstock, TX 78837	Public Charity	\$5,000.00	Towards support of the programs that connect people of all ages with the land and their cultural heritage through research and educational outreach.
Sire Inc	24161 Spring Drive Hockley, TX 77447	Public Charity	\$5,000.00	Towards support of the therapeutic horseback riding program for children and adults with disabilities
Southwestern Diabetic Foundation, Inc.	P.O. Box 918 Gainsville, TX 76241	Public Charity	\$2,000.00	Towards support to provide Camperships (financial assistance) for children from Houston who attended Camp Sweeney.
Manned Space Flight Education Foundation, Inc	1601 Nasa Road 1 Houston, TX 77058	Public Charity	\$10,000.00	Towards the support of the Space Exploration Educators Conference for February 5-7, 2009.
Manned Space Flight Education Foundation, Inc	1601 Nasa Road 1 Houston, TX 77058	Public Charity	\$11,500.00	Towards support for the Space Exploration Educators Conference on February 4-6, 2010.
Spark	P.O. Box 1562 Houston, TX 77251	Public Charity	\$2,500.00	Towards support of park construction at Houston-Harris County schools.
Spay-Neuter Assistance Program, Inc.	P.O. Box 70286 Houston, TX 77270	Public Charity	\$1,500.00	Towards support of the Houston Mobile Clinic Project.

Payee Legal Name	Payee Address	Status	Amount	Purpose
St. Mary's Catholic Center	603 Church Avenue College Station, TX 77840	Public Charity	\$2,500.00	Towards support of the Director of Facilities.
St Thomas High School	4500 Memorial Drive Houston, TX 77007-7332	Public Charity	\$50,000.00	Towards support of the capital campaign.
Stages, Inc.	3201 Allen Parkway, Suite 101 Houston, TX 77019-1897	Public Charity	\$5,000.00	Towards support of educational programming for the 2009-2010 performance season.
Star of Hope Mission	6897 Ardmore Street Houston, TX 77054	Public Charity	\$5,000.00	Towards support of the mission's general operating and homeless funding needs.
Taping for the Blind, Inc.	3935 Essex Lane Houston, TX 77027	Public Charity	\$5,000.00	Towards support of programs that turn sight into sound.
Teach for America Inc	4669 Southwest Fwy Suite 600 Houston, TX 77027	Public Charity	\$20,000.00	Towards support of the training of Houston Teachers
Texas A&M Hillel Foundation	800 George Bush Drive College Station, TX 77840	Public Charity	\$7,500.00	Towards supporting the construction of a new Hillel Jewish Center
Center for the Missing	3311 Richmond Avenue, Suite 315 P O Box 420148 Houston, TX 77242-0148	Public Charity	\$2,500.00	Towards the support of the S.A.F.E. Child Puppet Show that focuses on abduction avoidance and child safety.
Texas Foundation for the Arts	P O. Box 667183 Houston, TX 77266-7183	Public Charity	\$5,000.00	Towards support of a documentary film on Galveston Island which will focus on resiliency of the Island and rebuilding after Hurricane Ike
Texas Hearing and Service Dogs, Inc	4803 Rutherglen Austin, TX 78749	Public Charity	\$2,500.00	Towards support of sponsorship of a service dog for a Houston resident

Payee Legal Name	Payee Address	Status	Amount	Purpose
Texas Medical Center Orchestra	c/o Dr. Daniel Musher Veterans Affairs Medical Center 2002 Holcombe Blvd Houston, TX 77030	Public Charity	\$7,500.00	Towards support of the 2009-2010 performance season.
Texas Public Policy Foundation	900 Congress Ave., Ste. 400 Austin, TX 78701	Public Charity	\$5,000.00	Towards general operations as they recommend practical, efficient and effective solutions for our State.
The Texas State History Museum Foundation	Post Office Box 12874 Austin, TX 78711	Public Charity	\$200,000.00	Towards the establishment of an endowment to support the Albert and Ethel Herzstein Hall.
Theatre Under the Stars, Inc.	800 Bagby, Suite 200 Houston, TX 77002	Public Charity	\$10,000.00	Towards the support of the Musicals for Young Audiences Series in 2008-2009
Therapy Pet Pals of Texas, Inc	3930 Bee Cave Road, Suite C Austin, TX 78746	Public Charity	\$2,000.00	Towards support of the Pet Visitation Program
Trees for Houston	4450 Post Oak Place Drive, Suite 310 Houston, TX 77027-3130	Public Charity	\$5,000.00	Towards the 2009-2010 planting season.
Austin Trinity School	3901 Bee Cave Road Austin, TX 78746	Public Charity	\$5,000.00	Towards support of the capital campaign
Union County Historical Society	P.O. Box 75 Clayton, NM 88415	Public Charity	\$25,000.00	Towards support of the Executive Director's salary
Union County Historical Society	P.O. Box 75 Clayton, NM 88415	Public Charity	\$5,000.00	Towards support of improvements and repairs of the Herzstein Memorial Museum, in honor of Mr Charles Richardson

Payee Legal Name	Payee Address	Status	Amount	Purpose
Union County Historical Society	P.O. Box 75 Clayton, NM 88415	Public Charity	\$5,000.00	Towards support of the endowment through a memorial in honor of Cleo Collins, curator of the museum
United Negro College Fund, Inc.	1235 North Loop West Houston, TX 77008	Public Charity	\$5,000 00	Towards the support of the "Last Dollars" Scholarship to Juniors or Seniors majoring in accounting, finance, marketing or other related fields.
United States Naval Academy Foundation, Inc	291 Wood Road Beach Hall Annapolis, MD 21402-1254	Public Charity	\$25,000.00	Towards support of general operations of the Center for Middle East and Islamic Studies
University of Houston	400 E Cullen Building Houston, TX 77204-2013	Government Entity	\$50,000.00	Towards support a named scholarship in honor of Albert and Ethel Herzstein which will be matched by an anonymous donor
Urban Harvest, Inc.	2311 Canal St. Suite 122 Houston, TX 77003	Public Charity	\$5,000.00	Towards the support of the gardening programs for the current fiscal year.
Virtuosti of Houston	2121 Kirby Drive #117 Houston, TX 77019-6035	Public Charity	\$10,000.00	Towards support of the Premier Youth Chamber Orchestra for young musicians
Volunteer Houston	1300-A Bay Area Blvd., Suite 220 Houston, TX 77058	Public Charity	\$1,500 00	Towards support of "A Visit from Saint Nicholas", a charitable project that provides a holiday gift of a backpack filled with toys to disadvantaged children from Pre-K to 2nd Grade
Volunteer Interfaith Caregivers Southwest	5001 Bellaire Blvd. Bellaire, TX 77401	Public Charity	\$2,500.00	Towards assisting elderly people to remain independent, obtain health care and preserve their quality of life

Payee Legal Name	Payee Address	Status	Amount Purpose
Washington-on-the-Brazos Park Association Inc	P.O. Box 1 Washington, TX 77880	Public Charity	\$5,000.00 Towards the support of the "Spirit of Independence" website, allowing Texas students to access information about Texas history.
Wellsprings Village, Inc	Post Office Box 311017 Houston, TX 77231	Public Charity	\$5,000.00 Towards the continuing support of counseling and education
The Women's Home	607 Westheimer Houston, TX 77006-3915	Public Charity	\$5,000.00 Towards support of the WholeLife Program
World Affairs Council of Houston	Post Office Box 920905 Houston, TX 77292-0905	Public Charity	\$10,000.00 Towards support of educational outreach.
Wreaths Across America	4582 Kingwood Drive #247 Kingwood, TX 77345	Public Charity	\$10,000.00 Towards support of the programs that remember, honor and teach in relation to our country's fallen soldiers
Writers in the Schools	1523 West Main Houston, TX 77006-4709	Public Charity	\$5,000.00 Towards support of the creative writing within the classrooms in the 2008-09 school year.
Foundation for Tomorrow dba Yellowstone Academy	3000 Trulley Street Houston, TX 77004	Public Charity	\$5,000.00 Towards support of the afterschool program.
Young Men's Christian Association of the Greater Houston Area	P O Box 3007 Houston, TX 77253-3007	Public Charity	\$5,000.00 Towards support of the youth programs at the Houston Texans YMCA
Young Audiences Inc of Houston	1800 St James Place, Suite 600 Houston, TX 77056	Public Charity	\$5,000.00 Towards support of general operations and support of the Assistance Fund during the 2008-2009 season
Grand Totals (169 items)			<u>\$3,015,300.00</u>

Form **4562**Department of the Treasury
Internal Revenue Service (99)**Depreciation and Amortization 990-PF**
(Including Information on Listed Property)

▶ See separate instructions.

▶ Attach to your tax return.

OMB No 1545-0172

2009Attachment
Sequence No **67**

Name(s) shown on return

Business or activity to which this form relates

Identifying number

ALBERT & ETHEL HERZSTEIN CHARITABLE FOUN Form 990-PF Page 1**74-6070484****Part I Election To Expense Certain Property Under Section 179** Note: If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount See the instructions for a higher limit for certain businesses	1	250,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	800,000.
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2008 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2010. Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Do not include listed property) (See instructions.)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2009	17	8,196.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

Section B - Assets Placed in Service During 2009 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property		1,466.	5 Yrs.	HY	200DB	293.
c 7-year property		2,597.	7 Yrs.	HY	200DB	371.
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property	/		27.5 yrs.	MM	S/L	
	/		27.5 yrs.	MM	S/L	
i Nonresidential real property	/		39 yrs	MM	S/L	
	/			MM	S/L	

Section C - Assets Placed in Service During 2009 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs.		S/L	
c 40-year	/		40 yrs.	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property. Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr.	22	8,860.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V Listed Property (Include automobiles, certain other vehicles, cellular telephones, certain computers, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles)

24a Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No **24b** If "Yes," is the evidence written? ☐ Yes ☐ No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
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25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use

25

26 Property used more than 50% in a qualified business use:

		%						
		%						
		%						

27 Property used 50% or less in a qualified business use:

		%				S/L -		
		%				S/L -		
		%				S/L -		

28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1

28

29 Add amounts in column (i), line 26. Enter here and on line 7, page 1

29

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person.

If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles

	(a) Vehicle	(b) Vehicle	(c) Vehicle	(d) Vehicle	(e) Vehicle	(f) Vehicle
30 Total business/investment miles driven during the year (do not include commuting miles)						
31 Total commuting miles driven during the year						
32 Total other personal (noncommuting) miles driven						
33 Total miles driven during the year. Add lines 30 through 32						
34 Was the vehicle available for personal use during off-duty hours?	Yes	No	Yes	No	Yes	No
35 Was the vehicle used primarily by a more than 5% owner or related person?						
36 Is another vehicle available for personal use?						

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons.

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use?		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
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42 Amortization of costs that begins during your 2009 tax year

43 Amortization of costs that began before your 2009 tax year

43

44 Total. Add amounts in column (f). See the instructions for where to report

44

Application for Extension of Time To File an
Exempt Organization Return

OMB No 1545-1709

► File a separate application for each return

- If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box ☒
- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed)A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits

Type or print File by the due date for filing your return. See instructions	Name of Exempt Organization	Employer identification number
	ALBERT & ETHEL HERZSTEIN CHARITABLE FOUN	74-6070484
	Number, street, and room or suite no. If a P.O. box, see instructions. 6131 WESTVIEW	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions HOUSTON, TX 77055	

Check type of return to be filed (file a separate application for each return)

- | | | |
|---|---|------------------------------------|
| ☐ Form 990 | ☐ Form 990-T (corporation) | ☐ Form 4720 |
| ☐ Form 990-BL | ☐ Form 990-T (sec. 401(a) or 408(a) trust) | ☐ Form 5227 |
| ☐ Form 990-EZ | ☐ Form 990-T (trust other than above) | ☐ Form 6069 |
| ☒ Form 990-PF | ☐ Form 1041-A | ☐ Form 8870 |

MICHAEL HAJTMAN

- The books are in the care of ► 6131 WESTVIEW - HOUSTON, TX 77055

Telephone No. ► 713-681-7868

FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension will cover

- 1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until August 15, 2010, to file the exempt organization return for the organization named above. The extension is for the organization's return for ☒ calendar year 2009 or ☐ tax year beginning _____, and ending _____

- 2 If this tax year is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	130,000.
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	130,000.
c	Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 4-2009)

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

► File a separate application for each return

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☐
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

Do not complete **Part II** unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete **Part I** only ☒

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits

Type or print	Name of Exempt Organization	Employer identification number
	ALBERT & ETHEL HERZSTEIN CHARITABLE FOUN	74-6070484
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 6131 WESTVIEW	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. HOUSTON, TX 77055	

Check type of return to be filed (file a separate application for each return)

- | | | |
|--------------------------------------|---|------------------------------------|
| ☐ Form 990 | ☒ Form 990-T (corporation) | ☐ Form 4720 |
| ☐ Form 990-BL | ☐ Form 990-T (sec. 401(a) or 408(a) trust) | ☐ Form 5227 |
| ☐ Form 990-EZ | ☐ Form 990-T (trust other than above) | ☐ Form 6069 |
| ☐ Form 990-PF | ☐ Form 1041-A | ☐ Form 8870 |

MICHAEL HAJTMAN

- The books are in the care of ► 6131 WESTVIEW - HOUSTON, TX 77055
Telephone No ► 713-681-7868 FAX No ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension will cover

- 1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until November 15, 2010, to file the exempt organization return for the organization named above. The extension is for the organization's return for ☒ calendar year 2009 or ☐ tax year beginning _____, and ending _____

- 2 If this tax year is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$	13,500.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$	13,500.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$	0.

Caution If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions

Form 8868 (Rev. 4-2009)

- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3 month extension on a previously filed Form 8868

- If you are filing for an Automatic 3-Month Extension, complete only Part I (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed)

Type or print File by the extended due date for filing the return. See instructions	Name of Exempt Organization	Employer identification number
	ALBERT & ETHEL HERZSTEIN CHARITABLE FOUN	74-6070484
	Number, street, and room or suite no. If a P O box, see instructions 6131 WESTVIEW	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions HOUSTON, TX 77055	

Check type of return to be filed (File a separate application for each return)

- ☐ Form 990 ☐ Form 990-EZ ☐ Form 990-T (sec. 401(a) or 408(a) trust) ☐ Form 1041-A ☐ Form 5227 ☐ Form 8870
☐ Form 990-BL ☒ Form 990-PF ☐ Form 990-T (trust other than above) ☐ Form 4720 ☐ Form 6069

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

MICHAEL HAJTMAN

- The books are in the care of ☒ 6131 WESTVIEW - HOUSTON, TX 77055

Telephone No ☒ 713-681-7868

FAX No ☐

- If the organization does not have an office or place of business in the United States, check this box ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until November 15, 2010

5 For calendar year 2009, or other tax year beginning _____, and ending _____

6 If this tax year is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

7 State in detail why you need the extension

TAXPAYER IS WAITING FOR ADDITIONAL INFORMATION FROM THIRD PARTY IN ORDER TO FILE A COMPLETE AND ACCURATE TAX RETURN.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$	130,000.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$	130,000.
c	Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	\$	0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ☒

Title ☒ CPA

Date ☒

8/12/10
Form 8868 (Rev. 4-2009)